

ARTICLES OF INCORPORATION
OF
WILLIE STARGELL FOUNDATION, INC.

I, the undersigned, being of full age, do make and acknowledge these Articles of Incorporation for the purpose of forming a nonprofit corporation pursuant to the provisions of Chapter 55A of the General Statutes of the State of North Carolina.

ARTICLE I

The name of the corporation is WILLIE STARGELL FOUNDATION, INC.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

The corporation is a charitable or religious corporation within the meaning of N.C.G.S. § 55A-1-40(4). The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (the "Code"). Except as limited by Article VIII below, it may advance those purposes by all lawful means, including without limitation, conducting and supporting projects and activities and encouraging, motivating, accepting, holding, investing, reinvesting and administering any gifts, bequests, grants and devises of property of any nature, and using, disbursing, lending or donating the principal thereof or income earned thereupon exclusively for the corporation's purposes, and giving, conveying, lending or assigning any of its property outright, or upon lawful terms regarding the use thereof, and engaging in any other lawful activities and exercising any powers allowed by law in furtherance of the corporation's purposes.

ARTICLE IV

The corporation shall have no members.

ARTICLE V




The corporation shall be governed by a Board of Directors. The number, manner of election or appointment, the qualifications and the terms of Directors shall be as set forth in the Bylaws of the corporation adopted by the Directors. Such provisions shall not be in conflict with the provisions and requirements of Chapter 55A of the General Statutes of North Carolina (or the corresponding provisions of any future North Carolina Statutes).

ARTICLE VI

The address of the initial registered office and the principal office of the corporation is 1747 Signature Place, Wilmington, New Hanover County, North Carolina 28405 and the name of the initial registered agent of the corporation at such address is Margaret Weller-Stargell.

ARTICLE VII

The number of persons constituting the initial Board of Directors of the corporation shall be four (4) and the persons who are to serve as the initial Board of Directors, together with their addresses, are as follows:

<u>Name</u>	<u>Address</u>
Margaret Weller-Stargell	1747 Signature Place Wilmington, NC 28405 
Kenneth B. Hooks, Sr.	95 Braxlo Lane Wilmington, NC 28409 
Frances R. Weller	3004 Russellborough Drive Wilmington, NC 28405 
Jonathan Stargell	259 Sunny Jim Drive Medford, NJ 08055

ARTICLE VIII

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or otherwise intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE IX

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation in accordance with the provisions of Article 14 of Chapter 55A of the General Statutes of North Carolina, exclusively for the purposes of the corporation in such

manner or to such organization or organizations organized and operated for substantially the same purposes as this corporation or exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine.

ARTICLE X

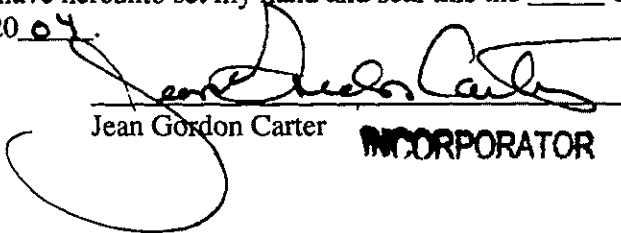
To the full extent from time to time permitted by law, no person who is serving or who has served as a Director of the Corporation shall be personally liable for any action for monetary damages for breach of his or her duty as a Director, whether such action is brought by or in the right of the corporation or otherwise. Neither the amendment or repeal of this Article, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article, shall eliminate or reduce the protection afforded by this Article to a Director of the corporation with respect to any matter which occurred, or any cause of action, suit or claim which but for this Article would have accrued or arisen, prior to such amendment, repeal or adoption.

ARTICLE XI

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
Jean Gordon Carter	One Hannover Square Suite 1400 421 Fayetteville Street Mall Raleigh, North Carolina 27601

IN WITNESS WHEREOF, I have hereunto set my hand and seal this the 17th day of May, 2007.

 (SEAL)
Jean Gordon Carter **INCORPORATOR**

STATE OF NORTH CAROLINA

COUNTY OF WAKE

Deborah L. Rios, a Notary Public for said County and State,
do hereby certify that JEAN GORDON CARTER personally appeared before me this day and
acknowledged the due execution of the foregoing instrument.

WITNESS my hand and official seal, this the 17th day of May, 2004.

Deborah L. Rios
Notary Public

My Commission Expires:

8-21-2004
[SEAL]

